

**Company No: 04002389**

**THE COMPANIES ACT 1985, 1989 & 2006**

**COMPANY LIMITED BY SHARES**

**RESOLUTIONS**

**of**

**SUPPORTA PLC**

**PASSED 14<sup>th</sup> OCTOBER 2008**

FRIDAY



At the Annual General Meeting of the above-named Company duly convened and held at 12 Smithfield Street, London, EC2A 9BD on 14<sup>th</sup> October 2008 at 10 30 a m the following Resolutions were duly passed, as to resolutions 5 and 6 as Ordinary Resolutions and as to resolutions 7, 8 and 9 as Special Resolutions:

**ORDINARY RESOLUTIONS**

- 5 THAT, the Company is authorised to increase its authorised share capital from £5,000,000 to £5,750,000 by the creation of an additional 15,000,000 ordinary shares of £0.05 each, the additional 15,000,000 ordinary shares of £0.05 each to rank pari passu with the existing ordinary shares of the Company
6. THAT, subject to and in accordance with Article 16 of the Articles of Association of the Company, the Directors be generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 (in addition to any other authority to allot relevant securities) to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80 of the Companies Act 1985) up to a maximum nominal amount of £1,440,940.00 (being approximately one third of the current issued share capital) provided that such authority shall expire on either the date which is 15 months from the date of the 2008 AGM or 30<sup>th</sup> November 2009 whichever is the earlier, but so that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry, and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired

**SPECIAL RESOLUTIONS**

- 7 THAT, subject to the passing of resolution 6 above, and in accordance with Article 17 of the Articles of Association of the Company, the Directors be empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (as defined in section 94 of the Companies Act 1985) for cash

pursuant to the general authority conferred by resolution 6 as set out in the notice of this meeting and sell relevant shares (as defined in section 94 of the Companies Act 1985) held by the Company as treasury shares (as defined in section 162A of the Companies Act 1985) for cash, as if section 89(1) of the Companies Act 1985 did not apply to such allotment or sale, provided that this power shall be limited to allotments of equity securities and the sale of treasury shares

- (i) in connection with or pursuant to an offer by way of rights, open offer or other pre-emptive offer to the holders of shares in the Company and other persons entitled to participate therein in proportion (as nearly as practicable) to their respective holdings, subject to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory or the regulations or requirements of any regulatory authority or any stock exchange in any territory;
- (ii) otherwise than pursuant to sub-paragraph (i) above, up to an aggregate nominal amount of £216,140 00

and such power shall expire on the conclusion of the Annual General Meeting of the Company to be held in 2009 or on 30<sup>th</sup> November 2009, whichever is earlier, but so that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted or treasury shares to be sold after such expiry, and the Directors may allot equity securities or sell treasury shares in pursuance of such offer or agreement as if the power conferred by this resolution had not expired.

8 THAT the Company be generally and unconditionally authorised, pursuant to Article 9 of the Articles of Association of the Company and pursuant to section 166 of the Companies Act 1985, to make market purchases (as defined in section 163 of the Companies Act 1985) of up to 8,645,635 Ordinary Shares of 5p each in the capital of the Company (being approximately 10 per cent of the current issued ordinary share capital of the Company) on such terms and in such manner as the Directors of the Company may from time to time determine, provided that

- (a) the amount paid for each share (exclusive of expenses) shall not be more than the higher of (1) five per cent above the average market value of Ordinary Shares for the five business days before the date on which the contract for the purchase is made, and (2) an amount equal to the higher of the price of the last independent trade and current

independent bid as derived from the trading venue where the purchase was carried out or less than 5p per share; and

- (b) the authority herein contained shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2009 or on 30<sup>th</sup> November 2009 whichever is earlier, provided that the Company may, before such expiry, make a contract to purchase its own shares which would or might be executed wholly or partly after such expiry, and the Company may make a purchase of its own shares in pursuance of such contract as if the authority hereby conferred hereby had not expired

...  
Chairman

A handwritten signature in black ink, consisting of a stylized 'J' followed by a dot.